

FCS/STX/11/2020

February 13, 2020

To,
The Dept. of Corporate Services
The Stock Exchange Mumbai
Dalal Street, Fort,
Mumbai: 400001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E),
Mumbai: 400051

Subject: Outcome of the 192nd Meeting of the Board of Directors of the Company held on February 13, 2020.

In accordance with Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 this is to intimate that the Board of Directors in its 192nd Meeting held today i.e. Thursday, February 13, 2020, at FCS House, Plot No. 83, NSEZ, Noida Dadri Road, Phase II, Gautam Budha Nagar, Noida- 201305 (U.P.), considered & approved following businesses:-

1. Un-audited Financial Results of the Company for the quarter ended on December 31, 2019, as per Ind-AS Rules of Company (Indian Accounting Standard) Rules, 2015.
2. Appointment of M/s VS Associates, Company Secretaries, as Secretarial Auditor of the Company for FY 2019-20.
3. The Board took note of the letter no. LIST/COMP/Reg. 27(2) & Reg. 17 to 21/Dec19/532666/283/2019-20 & NSE/LIST-SOP/CG/FINES/100977 dated February 3, 2020 received from Stock Exchange wherein a penalty has been levied on company for non compliance of regulations 17(1), 18(1), 19(1), 19(2), 20(2) and 21(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Board Compositions. The Board discussed and decided to make representation to stock exchanges for waiver of penalty.

The meeting was concluded at 07:30 P.M.

Please take the same on your record.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**

FCS Software Solutions Ltd.

Company Secretary

Harsha Sharma

(Company Secretary)

Membership No. 33548





Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of **Unaudited Standalone Financial results of M/s FCS Software Solutions Limited ("the Company")** for the quarter and nine month ended December 31, 2019, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular no. CIR/CFD/CMD1/44/2019 dated 29th March 2019 ('the Circular').

These unaudited standalone financial results are the responsibility of the Company's Management. The management is also responsible to ensure that the accounting policies used in the preparation of this Statement are consistent and are in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognized accounting practices and policies. The unaudited Standalone financial results have been approved by the Board of Directors of the Company in their meeting held on 13th Feb, 2020. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis for our Qualified Conclusion:

A) The Company has not conducted valuations, in respect of Investments in Shares of the Companies for the quarter ended December 31, 2019, by a 'registered valuer' as prescribed in Section 247 of Companies Act 2013 read with Companies (Registered Valuers and Valuation) Rules 2018.

Further according to the information and explanation given to us by the management, for the purposes of valuation, in respect of Investment in Shares of the Companies for the quarter ended December 31, 2019, Net Asset Value of respective Companies audited financial statements as on March 31, 2018 is considered. In the absence of valuations by a 'registered valuer', we are unable to comment upon its impact on profit/loss for the period, if any,

Based on our review conducted as above, except for the possible effects of the matters described in the Basis for Qualified Conclusion in para above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited standalone financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement) regulation, 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.



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Branch Office : SU-190, Pitampura, Delhi-110034

Phone : 011-45700127, 09711110638, 9811311747 **E-mail :** sanyam_jain2005@yahoo.com

For Aadit Sanyam & Associates
Chartered Accountants
FRN: 023683N



(Aadit Gupta)
Partner
M. No. 516303

UDIN: 20516303AAAABQ2192

Place: - New Delhi
Dated: 13.02.2020



FCS SOFTWARE SOLUTIONS LIMITED

Reg. Office: 205, 2nd Floor, Agarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakarpur, Delhi-92
 Corporate Office: Plot No. 83, NSEZ, Noida Dadri Road, Phase-II, Gautam Budh Nagar, Noida- 201305
 CIN No. L72100DL1993PLC179154

**STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER ENDED DECEMBER 31, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2019 UNAUDITED	SEP 30, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	MARCH 31, 2019 AUDITED
I	Revenue from Operations	971.45	912.02	1,179.85	2,759.78	2,844.40	3,962.00
II	Other Income	91.82	54.31	53.91	258.07	162.45	200.66
III	Total Revenue (I+II)	1,063.28	966.32	1,233.76	3,017.85	3,006.85	4,162.66
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
c	Employee benefits expense	500.54	488.36	455.76	1,454.03	1,379.72	1,844.64
d	Cost of Technical sub-contractors	-	-	350.00	61.23	501.43	829.89
e	Finance Costs	59.57	77.87	32.77	201.58	76.77	104.72
f	Depreciation and amortisation expense	133.45	128.37	107.89	383.40	198.53	333.89
g	Other expenses	312.51	209.05	232.09	730.22	642.19	789.80
	Total Expenses	1,006.07	903.66	1,178.51	2,830.46	2,798.64	3,902.94
V	Profit / (Loss) before exceptional items and tax (III-IV)	57.20	62.67	55.26	187.39	208.21	259.72
VI	Exceptional Items	-	-	-	-	-	-
VII	Profit / (Loss) before Tax (VII-VIII)	57.20	62.67	55.26	187.39	208.21	259.72
VIII	Tax Expenses						
	(1) Current	10.46	21.32	17.74	55.75	55.87	49.61
	(2) Deferred	4.90	(1.53)	(4.24)	2.95	18.77	31.49
IX	Profit (Loss) for the period from continuing operations (XI-X)	41.84	42.87	41.75	128.69	133.57	178.61
X	Profit/(loss) from discontinuing operations	-	-	-	-	-	-
XI	Tax expense of discontinuing operations	-	-	-	-	-	-
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)	-	-	-	-	-	-
XIII	Profit (Loss) for the period (XI + XIV)	41.84	42.87	41.75	128.69	133.57	178.61
XIV	Other Comprehensive (Income)/Expense	764.57	320.50	(240.18)	1,388.82	56.33	1,118.85
XV	Total Comprehensive Income (Loss)	(722.73)	(277.63)	281.93	(1,260.13)	77.24	(940.24)
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	36,385.71	36,782.92	36,877.78	36,385.71	36,877.78	36,718.00
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	0.002	0.003	0.002	0.008	0.008	0.010
	Diluted EPS (in Rs.)	0.002	0.003	0.002	0.008	0.008	0.010
XVIII	Number of shares used in computing Earnings per Equity Shares (taken face value of Re.1/-)						
	Basic	1709553100	1709553100	1709553100	1709553100	1709553100	1709553100
	Diluted	1709553100	1709553100	1709553100	1709553100	1709553100	1709553100



**FCS SOFTWARE SOLUTIONS LIMITED**

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CIN No. L72100DL1993PLC179154

STANDALONE UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED FOR THE QUARTER ENDED DECEMBER 31, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

Reporting of Stand Alone Segment wise Revenue, Results and Capital Employed						
Particulars	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
	DEC 31, 2019 UNAUDITED	SEP 30, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	MARCH 31, 2019 AUDITED
Segment Revenue						
Revenue by Geographical Segment						
India	402.32	389.72	239.08	1,171.94	595.50	890.52
USA	569.14	522.30	940.77	1,587.84	2,248.90	3,071.48
Total	971.45	912.02	1,179.85	2,759.78	2,844.40	3,962.00
Less: Inter Segment Revenue						
Net sales/Income From Operations	971.45	912.02	1,179.85	2,759.78	2,844.40	3,962.00
Segment Results						
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)						
India	195.23	181.00	27.19	554.49	124.70	200.19
USA	275.69	242.66	696.87	751.26	1,339.98	1,917.17
Total	470.91	423.66	724.06	1,305.75	1,464.68	2,117.36
Add: Other Income	91.82	54.31	53.95	258.07	162.45	200.66
Less: Other Un -allocable Exp.	505.53	415.30	722.75	1,376.43	1,418.92	2,058.30
Total Profit Before Tax	57.20	62.66	55.26	187.39	208.21	259.72

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on Feb 13, 2020 and further approved by the Board of Directors at its meetings held on Feb 13, 2020 and have been reviewed by the auditors of the Company.
- This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ins AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- The format for UNAUDITED results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- No Investor complaint was pending during the quarter.
- Fixed assets used in the Company's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments. The Management believes that it has not provided segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
- For the valuation of investment made in all companies by M/s FCS Software Solutions Ltd., for the quarter ended Dec 31, 2019, Net Asset Value as on 31.03.2018 of respective companies is considered for valuation purpose.
- Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 65.57 lakhs for the quarter ended December 31, 2019 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- The results are also available on the website of the company at www.fcsltd.com
- Previous period / year figures are regrouped/reclassified, wherever necessary.

Place: Noida
Date: February 13, 2020By order of the Board of Directors
For FCS Software Solutions Ltd.

(Director)





Aadit Sanyam & Associates

Chartered Accountants

Limited review Report on Quarterly Consolidated Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FCS Software Solutions Limited

We have reviewed the accompanying statement of Unaudited Consolidated Financial results of M/s FCS Software Solutions Limited ("the Parent") and its subsidiaries (collectively referred to as "the Group") and its share of the net profit/(loss) after tax and total comprehensive income/loss of its subsidiaries for the quarter and nine month ended December 31, 2019 ("the Statement"), attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular no. CIR/CFD/CMD1/44/2019 dated 29th March 2019 ('the Circular'). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended December 31, 2018 and preceding quarter ended September 30, 2019 as reported in these unaudited consolidated financial results have been approved by the Parents Company's Board of Directors but have not been subjected to review.

These unaudited consolidated financial results are the responsibility of the Parent Company's Management. The management is also responsible to ensure that the accounting policies used in the preparation of this Statement are consistent and are in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under section 133 of the Companies Act, 2013 and other recognized accounting practices and policies. The unaudited consolidated financial results have been approved by the Board of Directors of the Company in their meeting held on 13th February, 2020. Reliance has been placed on the Management Certificate for the financials of Subsidiary Companies and one associate enterprise for the purpose of review. Our responsibility is to issue a report on the statement based on our review.

We conducted our review in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the Independent Auditor of the Entity" issued by The Institute of Chartered Accountant of India. This standard requires that we plan and perform the review to obtain moderate assurance about whether the financial results are free of material misstatement(s). A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis for our Qualified Conclusion:

A) The Holding Company has not conducted valuations, in respect of Investments in Shares of the Companies including the subsidiary companies for the quarter ended December 31, 2019, by a 'registered valuer' as prescribed in Section 247 of Companies Act 2013 read with Companies (Registered Valuers and Valuation) Rules 2018.

Further according to the information and explanation given to us by the management, for the purposes of valuation, in respect of Investment in Shares of the Companies including the subsidiary companies for the quarter ended December 31, 2019, Net Asset Value of Respective Companies audited financial statements



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Branch Office :SU-190, Pitampura, Delhi-110034

Phone : 011-45700127, 09711110638, 9811311747 E-mail : sanyam_jain2005@yahoo.com

as on March 31,2018 is considered. In the absence of valuations by a 'registered valuer', we are unable to comment upon its impact on profit/loss for the period, if any.

Based on our review conducted as above, except for the possible effects of the matters described in the Basis for Qualified Conclusion in para above, nothing has come to our attention that causes us to believe that accompanying statement of unaudited consolidated financial results prepared in all material respects in accordance with applicable accounting standards i.e Ind AS prescribed under section 133 of the companies act, 2013 read with the relevant rules issued there under and other recognized accounting practices and policies generally accepted in Indian, and has not disclosed the information required to be disclosed in term of Regulation 33 of the SEBI (Listing Obligation and disclosure requirement regulation), 2015 including the manner in which it is to be disclosed, or it contains any material misstatement.

**For Aadit Sanyam & Associates
Chartered Accountants
FRN: 02368578**



**(Aadit Gupta)
Partner
M. No. 516303**

UDIN: 20516303AAAABP2319

**Place: - New Delhi
Dated: -13.02.2020**



CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
 FOR THE QUARTER ENDED DECEMBER 31, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)

(Rs. in Lacs)

S.No.	PARTICULARS	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED
		DEC 31, 2019 UNAUDITED	SEP 30, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	MARCH 31, 2019 AUDITED
I	Revenue from Operations	995.76	920.16	1,193.77	2,801.43	2,891.41	4,040.36
II	Other Income	93.89	56.33	55.57	264.11	167.83	224.95
III	Total Revenue (I+II)	1,089.65	976.49	1,249.33	3,065.54	3,059.24	4,265.32
IV	Expenses						
a	Cost to Material Consumed	-	-	-	-	-	-
b	Purchase of stock in trade	-	-	-	-	-	-
C	Employee benefits expense	511.88	499.22	465.57	1,487.34	1,421.89	1,900.99
d	Cost of Technical Professional Services	-	-	350.00	61.23	501.43	829.89
e	Finance Costs	59.59	77.87	32.77	201.62	77.49	105.47
f	Depreciation and amortisation expense	444.69	439.48	1,607.07	1,301.96	5,105.35	16,948.45
c	Other expenses	325.92	217.87	170.70	753.94	668.65	827.21
	Total Expenses	1,342.08	1,234.46	2,626.11	3,806.10	7,774.81	20,611.99
V	Profit / (Loss) before exceptional items and tax (III-IV)	(252.43)	(257.97)	(1,376.77)	(740.56)	(4,715.56)	(16,346.68)
VI	Exceptional Items						
VII	Profit / (Loss) before Tax (VII-VIII)	(252.43)	(257.97)	(1,376.77)	(740.56)	(4,715.56)	(16,346.68)
VIII	Tax Expenses						
	(1) Current	10.46	21.32	17.74	55.75	55.87	49.61
	(2) Deferred	4.90	(1.53)	(4.24)	2.95	18.80	31.59
IX	Profit (Loss) for the period from continuing operations (XI-X)	(267.79)	(277.76)	(1,390.27)	(799.26)	(4,790.23)	(16,427.88)
X	Profit/(loss) from discontinuing operations						
XI	Tax expense of discontinuing operations						
XII	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)						
XIII	Profit (Loss) for the period (XI + XIV)	(267.79)	(277.76)	(1,390.27)	(799.26)	(4,790.23)	(16,427.88)
XIV	Other Comprehensive (Income)/Expense	764.56	320.44	414.76	1,388.96	121.45	534.38
XV	Total Comprehensive Income (Loss)	(1,032.35)	(598.19)	(1,805.03)	(2,188.22)	(4,911.68)	(16,962.26)
	(a) Paid-up Equity Share Capital	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53	17,095.53
	(b) Face Value (in Rs.)	1.00	1.00	1.00	1.00	1.00	1.00
XVI	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	1,765.98	2,464.60	14,937.77	1,765.98	14,937.77	2,992.60
XVII	Earning Per Share (Rs)* (Not annualised)						
	Basic EPS (in Rs.)	(0.02)	(0.02)	(0.08)	(0.05)	(0.28)	(0.96)
	Diluted EPS (in Rs.)	(0.02)	(0.02)	(0.08)	(0.05)	(0.28)	(0.96)
XVIII	Number of shares used in computing earnings per equity shares						
	Basic	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100
	Diluted	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100	1,709,553,100



**CONSOLIDATED UNAUDITED FINANCIAL RESULTS OF FCS SOFTWARE SOLUTIONS LIMITED
FOR THE QUARTER ENDED DECEMBER 31, 2019 PREPARED IN COMPLIANCE WITH INDIAN ACCOUNTING STANDARDS (Ind-AS)**

Reporting of Consolidated Segment wise Revenue, Results and Capital Employed

Particulars	QUARTER ENDED			NINE MONTH ENDED		YEAR ENDED	
	DEC 31, 2019 UNAUDITED	SEP 30, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	DEC 31, 2019 UNAUDITED	DEC 31, 2018 UNAUDITED	MARCH 31, 2019 AUDITED	
Segment Revenue							
Revenue by Geographical Segment							
India	426.62	397.86	253.00	1,213.59	642.52	968.88	
USA	569.14	522.30	940.77	1,587.84	2,248.90	3,071.48	
Total	995.76	920.16	1,193.77	2,801.43	2,891.41	4,040.36	
Less: Inter Segment Revenue	-	-	-	-	-	-	
Net sales/Income From Operations	995.76	920.16	1,193.77	2,801.43	2,891.41	4,040.36	
Segment Results							
(Profit)(+)/Loss(-) before tax, interest & unallocable Expense from each segment)*							
India	163.90	181.99	22.82	525.73	142.77	232.34	
USA	319.98	238.95	705.39	788.36	1,326.76	1,907.03	
Total	483.88	420.94	728.21	1,314.09	1,469.53	2,139.37	
Add: Other Income	93.89	56.33	55.57	264.11	167.83	224.95	
Less: Other Un-allocable Exp.	830.20	735.24	2,160.55	2,318.75	6,352.92	18,711.00	
Total Profit Before Tax	(252.43)	(257.97)	(1,376.78)	(740.56)	(4,715.56)	(16,346.68)	

Notes:

- The above results have been reviewed by the Audit Committee in the meeting held on Feb 13, 2020 and further approved by the Board of Directors at its meetings held on Feb 13, 2020 and have been reviewed by the auditors of the Company.
- This statement has been prepared in accordance with the companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, beginning 1st April, 2017.
- The format for UNAUDITED results as prescribed in SEBI's circular dated 30th November 2015 has been modified to comply with the requirement of SEBI's circular dated 5th July 2017, Ind AS and Schedule III (Division II) of the Companies Act, 2013, applicable to companies that are required to comply with Ind AS.
- No Investor complaint was pending during the quarter.
- Fixed assets used in the Company's business cannot be specifically identified with any of the reportable segments, as these are used interchangeably between various segments. The Management believes that it has not provided segment-wise disclosures relating to total assets and liabilities since a meaningful segregation of the available data is not possible.
- The consolidated results for the quarter & nine month ended December 31, 2019 include UNAUDITED results of subsidiary companies viz. FCS Software Middle East FZE (Management A/c), FCS Software Solutions GmbH (Management A/c's), Insync Business Solutions Ltd., Innova e Services Private Limited, Stablesecure Infraservices Private Limited, cGain Analytics Private Limited, Zero Time Constructions Private Limited and one Associate Enterprise named M/s Enstaserv E Services Ltd.
- For the valuation of investment made in all companies by M/s FCS Software Solutions Ltd., for the quarter ended Dec 31, 2019, Net Asset Value as on 31.03.2018 of respective companies is considered for valuation purpose.
- Revenue relating to Software Export includes unbilled revenue to the extent of Rs. 65.57 lakhs for the quarter ended December 31, 2019 which is recognised on the basis of percentage completion method. Percentage completion method is calculated based on efforts or costs expended to date as a proportion to the total efforts or costs to be expended.
- The results are also available on the website of the company at www.fcsltd.com
- Previous period / year figures are regrouped/reclassified.

Place: Noida
Date: February 13, 2020

By order of the Board of Directors
For FCS Software Solutions Ltd.



(Director)

February 13, 2020

The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
P J Tower, Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400051

Dear Sir/ Madam,

Subject: Intimation of placing of the matter before the Board of Directors w.r.t. identification of Non-Compliance of Regulation 17 (1) of SEBI (LODR) Regulations, 2015 (“Listing Regulations”) and subsequent action taken by the Exchange under Regulation 30 of the Listing Regulations

It may please be noted that Bombay Stock Exchange (BSE) vide letter LIST/COMP/Reg. 27(2) & Reg. 17 to 21/ Dec-19/532666/283/2019-20 & National Stock Exchange vide letter NSE/LIST-SOP/CG/FINES/100977 dated February 3, 2020 have imposed a fine of Rs. 1,06,200 each (including GST @18%) for the non-compliance of Regulation 17 (1) of Listing Regulations to be paid by the company within 15 days from date of aforementioned letter i.e., February 3, 2020.

We wish to bring to your kind notice that the company has in its Board meeting held on 14th November, 2019 appointed Mr. Rajkumar Manikpuri as an Additional Director. The company was unable to find suitable person for appointment as an Independent Director in terms of required skills, competency, etc. Therefore, the Board appointed Mr. Raj Kumar Manikpuri which corrected our Board composition as on 14th November, 2019.

Since, the company is duly complying with all applicable compliances of SEBI (LODR), Regulations, 2015 and all other applicable provisions under Companies Act, 2013 and other applicable laws requirements on a regular basis. We are in the process of releasing penalty payment. Therefore, we request you to please waive off the penalty levied on us by both the stock exchanges.

We assure you that company and the Board will pay special attention in future for duly compliance of all laws and regulations of SEBI (LODR), Regulations, 2015 & Company law.

Kindly take this information in record and oblige.

Thanking You.

Yours faithfully,
For **FCS SOFTWARE SOLUTIONS LIMITED**

FCS Software Solutions Ltd.

Harsha Sharma **Company Secretary**
(Company Secretary)
M. No. A33548

enterprise interfaces
collaborative platforms
business processes

